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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

MOTORS LIQUIDATION COMPANY, et al.,
f/k/a General Motors Corp., et al.,

Debtors.

Chapter 11
Case No. 09-50026 (MG)
(Jointly Administered)

**MOTION OF GENERAL MOTORS LLC FOR ENTRY OF AN ORDER
AUTHORIZING THE FILING UNDER SEAL OF CERTAIN EXHIBITS CITED IN ITS
JOINDER IN MOTORS LIQUIDATION COMPANY GUC TRUST'S OBJECTION TO
PLAINTIFFS' MOTION TO ENFORCE UNEXECUTED SETTLEMENT AGREEMENT**

General Motors LLC (“**New GM**”), respectfully represents as follows:

1. On September 11, 2017, Plaintiffs filed the *Motion To Enforce Settlement Agreement By And Among Signatory Plaintiffs And GUC Trust* (Dkt. 14092).
2. Concurrently with this motion (the “**Motion**”), New GM is filing the *Joinder Of General Motors LLC In Motors Liquidation Company GUC Trust’s Objection To Plaintiffs’ Motion To Enforce Unexecuted Settlement Agreement* (the “**Joinder**”) and the *Declaration of James C. Tecce* in support of the Joinder (the “**Declaration**”).
3. The Declaration attaches as exhibits various documents produced by counsel to Plaintiffs, counsel to the Participating Unitholders, and counsel to the GUC Trust, as well as excerpts of the depositions of certain witnesses (collectively, the “**Documents**”). New GM requested the consent of the producing parties to file each of these documents on the public docket. Counsel to each producing party consented to New GM’s request, with the following exception: certain PIWD counsel requested that New GM file under seal Exhibits V and Z to the Declaration.
4. Subject to the Court’s permission, New GM has agreed to file Exhibits V and Z under seal.
5. Each of the Parties (as defined in the Pre-Trial Stipulation And Scheduling Order (Dkt. 14092)) have access to the Documents.

I. JURISDICTION AND VENUE

6. This Court has jurisdiction over this matter pursuant to 28 U.S.C. § 157 and 28 U.S.C. § 1334. This Motion is a core proceeding as defined by 28 U.S.C. § 157(b)(2). The relief requested herein is authorized by 11 U.S.C. § 107(b), Rule 9018 of the Federal Rules of Bankruptcy Procedure and Rule 9018-1 of Local Bankruptcy Rules for the Southern District of New York. Venue is proper in this Court pursuant to 28 U.S.C. § 1408 and 28 U.S.C. § 1409.

II. REQUESTED RELIEF

7. By this Motion, New GM requests entry of an order, substantially in the form attached hereto as Exhibit A (the “**Order**”) authorizing New GM to file Exhibits V and Z to the Declaration under seal. The Joinder itself will not be redacted and will be filed publicly.

III. BASIS FOR RELIEF

8. New GM takes no position on whether Exhibits V and Z are entitled to protection against public disclosure pursuant to section 107(b) of the Bankruptcy Code, but is complying with the request of certain PIWD counsel to file these documents under seal.

WHEREFORE, New GM respectfully requests that this Court enter an Order, substantially in the form attached hereto as Exhibit A, authorizing it to file Exhibits V and Z under seal and granting such other relief as this Court deems appropriate.

Dated: New York, New York
November 28, 2017

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Respectfully submitted,

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EXHIBIT A

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

MOTORS LIQUIDATION COMPANY, et al.,
f/k/a General Motors Corp., et al.,

Debtors.

Chapter 11
Case No. 09-50026 (MG)
(Jointly Administered)

**ORDER AUTHORIZING GENERAL MOTORS LLC TO FILE UNDER SEAL
CERTAIN EXHIBITS CITED IN ITS JOINDER IN MOTORS LIQUIDATION
COMPANY GUC TRUST'S OBJECTION TO PLAINTIFFS' MOTION TO ENFORCE
UNEXECUTED SETTLEMENT AGREEMENT**

Upon the *Motion For An Order Authorizing The Filing Under Seal Of The Unredacted Joinder Of General Motors LLC In Motors Liquidation Company GUC Trust's Objection To Plaintiffs' Motion To Enforce Unexecuted Settlement Agreement* (the "**Motion**"); and it appearing that (i) the relief requested in the Motion is appropriate; (ii) the Court has jurisdiction over the Motion pursuant to 28 U.S.C. §§ 157 and 1334; (iii) this proceeding is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and (iv) venue of the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and after due deliberation and sufficient cause appearing therefore; it is hereby **ORDERED** that:

1. The Motion is GRANTED as set forth herein.
2. New GM is authorized to file under seal Exhibits V and Z attached to the *Declaration of James C. Tecce* in support of the *Joinder Of General Motors LLC In Motors Liquidation Company GUC Trust's Objection To Plaintiffs' Motion To Enforce Unexecuted Settlement Agreement*.
3. All documents or portions thereof filed under seal pursuant to this Order shall remain under seal until further order of the Court.

4. This Order is without prejudice to the rights of any party in interest or the United States Trustee to seek to unseal any portion of the Exhibits V or Z or any other information filed under seal pursuant to this Order.

5. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

DATED: _____, 2017
New York, New York

THE HONORABLE MARTIN GLENN
UNITED STATES BANKRUPTCY JUDGE